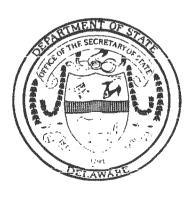


State of DELAWARE

W

Office of SECRETARY OF STATE

I, Clenn C Kenton. Secretary of State of the State of Delaware,
do hereby certify that <u>Certillos Land Company</u>
is duly incorporated under the laws of the State of Delaware and is in
good standing and has a legal corporate existance so far as the
records of this office show, as of the date below shown.



Glenn C. Kenton, Secretary of State

BY: June 1

PATE: May 23, 1983

FORM 132



State of DELAWARE

Office of SECRETARY OF STATE



BY:

DATE:

May 23, 1983

Form 130

CERTIFICATE OF INCORPORATION

OF

CERRILLOS LAND COMPANY

FIRST. The name of the corporation is Cerrillos Land Company.

SECOND. The address of its registered office in the State of Delaware is No. 100 West Tenth Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

THIRD. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH. The total number of shares of common stock which the corporation shall have authority to issue is 100 and the par value of each of such shares is \$10.

FIFTH. The name and mailing address of each incorporator is as follows:

		NAME	MAILING ADDRESS		
J.	L.	Rivera	100 West Tenth Street Wilmington, Delaware 19801		
V.	A.	Kasowski	100 West Tenth Street Wilmington, Delaware 19801		
D.	L.	Sipple	100 West Tenth Street Wilmington, Delaware 19801		

SIXTH. The powers of the incorporators shall terminate upon the filing of the certificate of incorporation. The names and addresses of the three persons who shall serve as directors until the first annual meeting of stockholders or until their successors are elected and qualify are as follows:

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NAME

MAILING ADDRESS

G. R. Wagner

4775 Indian School Road, N.E. Albuquerque, New Mexico 87110

L. W. Miles

4775 Indian School Road, N.E. Albuquerque, New Mexico 87110

G. G. Byers

4775 Indian School Road, N.E. Albuquerque, New Mexico 87110

SEVENTH. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized to make, alter or repeal the by-laws of the corporation.

	A	L.	RIVERA	(SEAL)
J	8	L.	RIVERA	
V	Δ	Α	KASOWSKI	(SEAL)
V.		A.	KASOWSKI	
D	A	L	SIPPLE	(SEAL)
D.	α.	L.	SIPPLE	